

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:)	Chapter 11
)	
THE WIRELESS NETWORK, LLC,)	Case No. 07-20518
an Illinois limited liability company,)	
)	Judge Susan Pierson Sonderby
Debtor/Debtor-in-Possession.)	

NOTICE OF MOTION

TO: See Attached Service List

PLEASE TAKE NOTICE that on the 2nd day of July, 2008, at the hour of 10:00 a.m., or as soon thereafter as counsel can be heard, I shall appear before the Honorable Susan Pierson Sonderby, Bankruptcy Judge, in room 642 of the United States Bankruptcy Court in the Everett McKinley Dirksen Federal Building, 219 South Dearborn Street, Chicago, Illinois, or before any other Judge who may be sitting in her place and stead and shall present the **Motion for Allowance of Final Compensation and Reimbursement of Expenses to Debtor's Special Counsel and for Related Relief**, a copy of which is attached hereto and herewith served upon you, and shall pray for the entry of an Order in compliance therewith.

AT WHICH TIME and place you may appear if you so see fit.

/s/David K. Welch
Crane, Heyman, Simon, Welch & Clar
135 S. LaSalle St., Suite 3705
Chicago, Illinois 60603
(312) 641-6777

CERTIFICATE OF SERVICE

The undersigned, being first duly sworn on oath deposes and states that a copy of the foregoing Notice and Motion was caused to be served via First Class Mail properly addressed and postage prepaid to all parties with and asterisk (*) and a copy of the Notice regarding the fee hearing was served upon all parties on the attached service list, on the 9th day of June, 2008, before the hour of 5:00 p.m.

/s/David K. Welch

Matthew T. Gensburg, Esq.*
Greenberg Traurig LLP
77 W. Wacker Dr., #2500
Chicago, IL 60601

John D. Burke, Esq.*
Ice Miller LLP
200 W. Madison St., #3500
Chicago, IL 60606-3417

David N. Missner, Esq.*
DLA Piper US LLP
201 N. LaSalle St., #1900
Chicago, IL 60601

David M. Blaskovich, Esq.*
Casale, Woodward & Buls, LLP
9223 Broadway, Suite A
Merrillville, IN 46410

Aaron L. Hammer, Esq.*
Thomas R. Fawkes, Esq.
Freeborn & Peters LLP
311 S. Wacker Dr., #3000
Chicago, IL 60606

Shira R. Isenberg, Esq.*
Wendy E. Morris, Esq.
Freeborn & Peters LLP
311 S. Wacker Dr., #3000
Chicago, IL 60606

Henry A. Efroymson, Esq.*
Ice Miller
One American Square, # 3100
Indianapolis, IN 46282-0200

Samuel B. Garber, Esq.*
General Growth Management,
Inc., as Agent
110 N. Wacker
Chicago, IL 60606

Gini S. Marziani, Esq.*
Davis McGrath LLC
125 S. Wacker Dr., #1700
Chicago, IL 60606

David E. Cohen, Esq.*
David E. Cohen, P.C.
55 W. Monroe St., #600
Chicago, IL 60603

Patrick K. Dahl*
Dahl & Bonadies
225 W. Washington St., #1640
Chicago, IL 60606

Robert D. Tepper, Esq.*
Schenk, Annes, Brookman &
Tepper, Ltd.
311 S. Wacker Dr., #5125
Chicago, IL 60606-6657

Christopher R. Schmidgall*
The Law Offices of Garry A.
Weiss, P.C.
Six West 73rd Ave.
Merrillville, IN 46410

Jill L. Murch, Esq.*
Joanne Lee, Esq.
Foley & Lardner LLP
321 N. Clark St., #2800
Chicago, IL 60610

E. Jason Atkins, Esq.*
Hemmer Pangburn Defrank PLLC
250 Grandview Dr., #200
Fort Mitchell, KY 41017

Joel F. Crystal, Esq.*
Centro NP Holdings 1 SPC, LLC
420 Lexington Avenue, 7th Fl.
New York, NY 10170

Gary Roddy*
CBL & Associates Mgmt, Inc.
CBL Center, Suite 500
2030 Hamilton Place Blvd.
Chattanooga, TN 37421-6000

Susan J. Notarius, Esq.*
Kluever & Platt, LLC.
65 E. Wacker Place
Ste 2300
Chicago, IL 60601

Erickson, Brown & Kloster, PC*
4565 Hilton Parkway, #101
Colorado Springs, CO 80907

The Wireless Network LLC*
c/o Margo R. Babineaux
3313 E. 83rd Place
Merrillville, IN 46410

Joseph A. Hoffman
1505 Sonoma Ct.
Crown Point, IN 46307

Custom Creations
Attn: Kris Iizuka
7712 W. 124th Ave.
Crown Point, IN 46307

PCI Flortech Inc.
Attn: Joseph Tomazin
910 W. National Ave.
Addison, IL 60101

Newport-GBZ LLC
Attn: Mitchell Hirsh
2516 Waukegan Road, #370
Glenview, IL 60025

510 Winnetka, LLC
5940 W. Touhy, #300
Niles, IL 60714

6013 N. Cicero Inc.
c/o Lea Stames
4935 W. Belmont
Chicago, IL 60641

A. K. Jensen Corporation
5337 Grand Market Dr., #8
PO Box 417
Appleton, WI 54912

Allied Waste Services Case 07-20518 PO BOX 9001099 Louisville, KY 40290-1099	Doc 255 Arnt Asphalt Sealing Inc. Filed 06/09/08 Entered 06/09/08 15:05:33 Desc Main Document Page 3 of 15 1240 S. Crystal Ave. Benton Harbor, MI 49022	AT&T PO Box 8100 Aurora, IL 60507-8100
Auto-Owners Insurance PO Box 30315 Lansing, MI 48909-7815	Bauer Sign Company W184 S8408 Challenger Drive Muskego, WI 53150	Bayland Buildings, Inc. PO Box 13571 Green Bay, WI 54307-3571
Carriage Way LLC c/o Taxman Corp. 5215 Old Orchard Rd., #130 Skokie, IL 60077	CDNA Wireless, LLC c/o John D. Burke 200 W. Madison St., #3500 Chicago, IL 60606	Cellco Partnership d/b/a Verizon Wireless 1515 Woodfield Rd., #1400 Schaumburg, IL 60173
Centro NP Holdings 1 SPE LLC PO Box 533337 Atlanta, GA 30353-3337	Chicago SMSA Ltd. Partnership c/o Verizon 1515 Woodfield Rd., #1400 Itasca, IL 60143	Christina Pannos c/o John D. Burke 200 W. Madison St., 33500 Chicago, IL 60606
Cleaning Unlimited 405 Tiebel Dr. Schererville, IN 46375	ComEd Bill Payment Center Chicago, IL 60668-0002	Commercial Painting Services 9801 Dupont Avenue South, #408 Bloomington, MN 55431
D. Xenos & Associates, Ltd. 2045 W. Grand Ave., #200 Chicago, IL 60612	Dale Office Furniture 4818 Sinclair Road San Antonio, TX 78222	Development Champlin LLP 1617 Highway 12 SE PO Box 795 Willmar, MN 56201
Direct Hearing & Air Conditioning 10132 W. Ford Ave. Beach Park, IL 60099	F.J. Bero & Company Inc. 1629 Weld Road Elgin, IL 60123	Federal Express PO Box 94515 Palatine, IL 60094-4515
First United Bank 7626 W. Lincoln Hwy Frankfort, IL 60423	Flortech Inc. 910 W. National Ave. Addison, IL 60101	Ford City Associates 7601 S. Cicero Ave. Chicago, IL 60652
Forward Janesville Inc. 51 S. Jackson St. Janesville, WI 53548	Fountain Square, LLC c/o Sterling Real Estate Services 5999 New Wilke Rolling Meadows, IL 60008	GC/BV 1 Shops, LLC c/o Boulder Venture 311 East Chicago St., #210 Milwaukee, WI 53202
Guerard, Kalina & Butkus Attorneys at Law 100 West Roosevelt Rd. Wheaton, IL 60187	Gurnee Mills/Cincinnati Mills The Mills, A. Simon Co. 6170 W. Grand Ave. Gurnee, IL 60031	Hinshaw & Culbertson LLP 222 N. LaSalle, #300 Chicago, IL 60601-1081

<p>Icon Ink Printing & Graphics Inc. 4 Juniper Ct. Buffalo Grove, IL 60089</p> <p>Indiana Depart. of Revenue System Services PO Box 6197 Indianapolis, IN 46206-6097</p> <p>Jansen Construction Group Inc. Attn: Accounts Receivable 8355 West Bradley Rd. Milwaukee, WI 53223-3244</p> <p>Key Equipment Finance Payment Processing PO Box 203901 Houston, TX 77216-3901</p> <p>Lakeside Development Group LLC Mr. Jon Lukens 1263 Main St. Green Bay, WI 54302</p> <p>Margo R. Babineaux 4995 East 105th Lane Crown Point, IN 46307</p> <p>Michael Pannos c/o John D. Burke 200 W. Madison, #3500 Chicago, IL 60606</p> <p>Nicor Gas PO Box 416 Aurora, IL 60568-0001</p> <p>Paragon Installations Inc. 3313 E. 83rd Place Merrillville, IN 46410</p> <p>Peter Cappas c/o John D. Burke 200 W. Madison, #3500 Chicago, IL 60606</p>	<p>Illinois Department of Revenue Filed 06/09/08 Entered 06/09/08 15:05:33 Desc Main Document Page 4 of 15 7-425 100 W. Randolph Chicago, IL 60601</p> <p>Inland Commercial Property Mgmt 2901 Butterfield Rd. Oak Brook, IL 60523</p> <p>Jeff Svihlik 4995 East 105th Lane Crown Point, IN 46307</p> <p>Keyed Rite, Inc. 3033 West 37th Ave. Hobart, IN 46342</p> <p>Leighton's Garage Inc. 14301 W. 62nd St. Eden Prairie, MN 55346</p> <p>Metzler Renaissance Place LP c/o Metzler Realty Advisors 700 Fifth Avenue, #6175 Seattle, WA 98104</p> <p>Minnesota Department of Revenue PO Box 64564 Saint Paul, MN 55164-0564</p> <p>Nipsco PO Box 13007 Merrillville, IN 46411-3007</p> <p>Payless Shoe Source Inc. Lease Admin. Dept. Retail Prop 2308 PO Box 3560 Topeka, KS 66601-3560</p> <p>PK Construction & Services, Inc. 1819 W. Grand Ave., #203 Chicago, IL 60622</p>	<p>Illinois Dept of Revenue Retailer's Occupation Tax Springfield, IL 62776-0001</p> <p>Janesville Mall Limited Partnership PO Box 74322 Cleveland, OH 44194-4322</p> <p>Johnson Design Group 1550 N. Northwest Highway Park Ridge, IL 60068-1463</p> <p>Koziol Engineering 1709 Ogden Avenue Lisle, IL 60532</p> <p>Louis Joliet Shoppingtown LP Bank of America File 13003 13003 Collection Center Dr. Chicago, IL 60693</p> <p>Renaissance Place - Management Office 1849 Green Bay Rd., #280 Highland Park, IL 60035</p> <p>Nicholas Pannos c/o John D. Burke 200 W. Madison, #3500 Chicago, IL 60606</p> <p>One North Dearborn Prop, LLC PO Box 3027 Hicksville, NY 11802-3027</p> <p>Peoples Gas Chicago, IL 60687-0001</p> <p>Port City Structures, Inc. 2006 Wery Lane Green Bay, WI 54313</p>
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Psenka Architects Inc.
146 West Station St.
Barrington, IL 60010

Case 07-20518 Doc 255

River Forest Town Center, LLC
c/o The Taxman Corporation
1140 Lake Street, #400
Oak Park, IL 60302

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Ronald O. Roeser
DBA Roeser Properties
920 Davis Rd., #100
Elgin, IL 60123

Royal Publishing
Peoria Office
7620 North Harker
Peoria, IL 61615

S Group Properties
561 W. Diversey Parkway,
#209
Chicago, IL 60614-1643

Simplified Home Entertainment
12569 Washington Street
Crown Point, IN 46307

SP Wireless, LLC
c/o John D. Burke
200 W. Madison, #3500
Chicago, IL 60606

St. John Square LLC
c/o Paul Hammer Companies
250 Grandview Dr., #400
Ft Mitchell, KY 41017

Stan's Painting & Decorating
440 Sullivan Street
Hobart, IN 46342-4722

Standard Parking
1849 Green Bay Road, Ste.
B-100
Highland Park, IL 60035

Stout Marketing
PO Box 790051
Saint Louis, MO 63179-0051

TBS Lockport, LLC
c/o Edmark Asset Mgmt. LLC
2215 York Rd., #503
Oak Brook, IL 60523

TBSP-Lockport, LLC
1550 East Higgins Road, #102
Elk Grove Village, IL 60007

TEMco Contracting LLC
PO Box 551
Mount Prospect, IL 60056

Terra Investment Company,
LLC
Attn: Jerry Beyer
754 Merrill Ave.
Park Ridge, IL 60068

Terry Hugus
205 Harrison Blvd.
Valparaiso, IN 46383-3542

TIB Office, Inc.
PO Box 11425
Merrillville, IN 46410

Tierra
3821 Indianapolis Blvd.
East Chicago, IN 46312

Unified Properties of Northwest
Indiana
Attn: Bruce Swift
10424 E. Penstamin Drive
Scottsdale, AZ 85255

Verizon North (CA)
PO Box 920041
Dallas, TX 75392-0041

Verizon Wireless
PO Box 25505
Lehigh Valley, PA 18002-5505

Warehouse Direct Office
Products
1601 West Algonquin Rd.
Mount Prospect, IL 60056

We Energies
333 W. Everett St.
Milwaukee, WI 53290-1000

WeGo, LLC
1218 Douglas Road
Oswego, IL 60543

Westlake Southlake Mall
Attn: Matthew J. Riek
2109 Southlake Mall
Merrillville, IN 46410

Wisconsin Dept. of Revenue
Division of Income, Sales &
Excise
PO Box 8933, Mail Stop 6-40
Madison, WI 53708-8933

Work Wireless
20464 Chartwell Center Dr.,
Suite #
Cornelius, NC 28031

Yorktown Holdings LLC
c/o Long/Pehrson Associates
LLC
203 Yorktown Center
Lombard, IL 60148

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:)	Chapter 11
THE WIRELESS NETWORK, LLC,)	Case No. 07-20518
an Illinois limited liability company,)	
Debtor/Debtor-in-Possession.)	Judge Susan Pierson Sonderby <u>Hearing</u> : July 2, 2008 @ 10:00 a.m.

**NOTICE OF HEARING ON REQUESTS FOR SECOND
ALLOWANCE OF INTERIM COMPENSATION AND REIMBURSEMENT
OF EXPENSES TO DEBTOR'S ACCOUNTANTS AND ALLOWANCE OF
FINAL COMPENSATION AND REIMBURSEMENT OF EXPENSES TO
DEBTOR'S SPECIAL COUNSEL AND FOR RELATED RELIEF**

PLEASE TAKE NOTICE that the THE WIRELESS NETWORK, LLC, Debtor and Debtor in Possession herein, filed a Motion for Second Allowance of Interim Compensation and Reimbursement of Expenses to Debtor's Accountants, requesting the allowance and payment of interim compensation and reimbursement of expenses in the amounts of \$15,746.80 and \$47.00, respectively, for services provided to the Debtor post-petition by ERICKSON, BROWN & KLOSTER, P.C., Accountants for the Debtor herein, during the period February 1, 2008, through April 30, 2008.

PLEASE TAKE FURTHER NOTICE that the Debtor filed a Motion for Allowance of Final Compensation and Reimbursement of Expenses to Debtor's Special Counsel and for Related Relief, requesting the allowance and payment of final compensation and reimbursement of expenses in the amounts of \$17,784.00 and \$770.35, respectively, for services provided to the Debtor post-petition by MARCOS REILLY and the law firm of HINSHAW & CULBERTSON, Special Counsel for the Debtor herein, during the period November 2, 2007, through March 28, 2008, and further requesting authority for said Special Counsel to apply its pre-petition retainer in the amount of \$20,000.00 against its pre-petition claim in the amount of \$20,669.92. The Debtor also requests that the prior holdback of previously requested interim compensation in the amount of \$4,183.50 be allowed and paid.

PLEASE TAKE FURTHER NOTICE that a hearing on the Fee Requests will be held before the Honorable Susan Pierson Sonderby, courtroom 642, 219 S. Dearborn, Chicago, Illinois 60604 on July 2, 2008 at 10:00 a.m. Copies of the Fee Requests will be available at the Office of the Clerk of the Bankruptcy Court, 219 S. Dearborn, Chicago, Illinois 60604, or from Debtor's Counsel.

Objections, if any, shall be in writing and filed with the Clerk of the Bankruptcy Court, 219 S. Dearborn, Chicago, Illinois 60604 by the close of business on June 30, 2008. Copies of such objections shall be served upon the following persons in accordance with the applicable provisions of the Federal Rules of Bankruptcy Procedure:

U. S. Trustee	David K. Welch, Esq.	Marcos Reilly, Esq.
219 S. Dearborn, #873	Crane, Heyman, Simon, Welch & Clar	Hinshaw & Culbertson
Chicago, IL 60604	135 S. LaSalle, #3705	222 N. LaSalle, #300
	Chicago, IL 60603	Chicago, IL 60601

Dated: June 9, 2008

DEBTOR'S COUNSEL:

DAVID K. WELCH, ESQ. (Atty. No. 06183621)
ARTHUR G. SIMON, ESQ. (Atty. No. 03124481)
JEFFREY C. DAN, ESQ. (Atty. No. 06242750)
CRANE, HEYMAN, SIMON, WELCH & CLAR
135 S. LaSalle St., Suite 3705
Chicago, IL 60603
(312) 641-6777

W:\Jeff\Wireless\Pay Special Counsel Final Fee Notice.wpd

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:) Chapter 11
THE WIRELESS NETWORK, LLC,)
an Illinois limited liability company,) Case No. 07-20518
Debtor/Debtor-in-Possession.) Judge Susan Pierson Sonderby
Hearing: July 2, 2008 @ 10:00 a.m.

**COVER SHEET FOR APPLICATION FOR
PROFESSIONAL COMPENSATION**

Name of Applicant: HINSHAW & CULBERTSON, Debtor's Special Counsel

Authorized to Provide
Professional Services to: Debtor

Date of Order
Authorizing Employment: November 20, 2007

Period for Which Compensation
is Sought: From: November 2, 2007 through March 28, 2008

Amount of Fees Sought: \$17,784.00

Amount of Expense
Reimbursement Sought: \$770.35

This is a(n): Interim Application Final Application X
If this is not the first Application filed herein by this professional, disclose as to all prior
fee applications:

Date Filed	Period Covered	Total Requested (Fees and Expenses)	Total Allowed	Holdback
2/29/08	11/2/07-1/31/08	Fees: \$8,880.00	\$4,183.50	\$4,183.50
		Expenses: \$813.18	\$770.35	

The aggregate amount of fees and expenses paid to the Applicant to date for services rendered and
expenses herein is: \$15,000.00 (retainer) to be credited against final allowance.

Date: June 4, 2008 Applicant: Marcos Reilly and the firm
Hinshaw & Culbertson

By: /s/David K. Welch
Debtor's Counsel

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:)	Chapter 11
)	
THE WIRELESS NETWORK, LLC,)	Case No. 07-20518
an Illinois limited liability company,)	
)	Judge Susan Pierson Sonderby
Debtor/Debtor-in-Possession.)	

**MOTION FOR ALLOWANCE OF FINAL COMPENSATION AND
REIMBURSEMENT OF EXPENSES TO DEBTOR'S
SPECIAL COUNSEL AND FOR RELATED RELIEF**

THE WIRELESS NETWORK, LLC, Debtor/Debtor-in-Possession herein, by and through its Attorneys, makes its motion pursuant to Section 330 of the Bankruptcy Code for allowance of final compensation and reimbursement of expenses for legal services rendered by Debtor's Special Counsel, Marcos Reilly and the law firm of Hinshaw & Culbertson ("Hinshaw"), for the period November 2, 2007 through March 28, 2008 and for related relief; and in support thereof, states as follows:

Introduction

1. On November 2, 2007, the Debtor filed its voluntary petition for relief under Chapter 11 of the Bankruptcy Code.
2. The Debtor is operating its business and managing its financial affairs as Debtor-in-Possession. No trustee or examiner has been appointed to serve in this Chapter 11 case. However, an official committee of unsecured creditors has been appointed and is actively represented by counsel.

3. On November 20, 2007, this Court entered an Order authorizing the retention of Hinshaw to represent the Debtor in litigation in the Circuit Court of Cook County, Illinois under case no. 07 CH 26351, entitled CDNA Wireless LLC *et al.* vs. The Wireless Network, LLC, *et al.* (the "Pannos Litigation"). This Court further authorized the payment of a \$20,000.00 post-petition retainer to Hinshaw, of which \$15,000.00 was paid by the Debtor ("Post-Petition Retainer"). On or about April 30, 2008, this Court entered an order allowing interim compensation and reimbursement of expenses to Hinshaw in the amounts of \$4,183.50 and \$770.35, respectively, for legal services rendered by Hinshaw to the Debtor during the period November 2, 2007 through January 31, 2008. That order was entered without prejudice to Hinshaw seeking allowance and payment of a holdback for that time period in the amount of \$4,183.50 ("Holdback").

4. By this Motion, the Debtor requests an allowance of final compensation and reimbursement of expenses to Hinshaw in the amounts of \$17,784.00 and \$770.35 respectively, for legal services rendered to the Debtor during the period November 2, 2007 through March 28, 2008, which amounts include the Holdback and additional fees accrued from February 1, 2008 through March 28, 2008, in the amount of \$9,417.00 as itemized in **Exhibit A** attached hereto. The Debtor also requests that this Court authorize Hinshaw to draw against its pre-petition retainer in the amount of \$20,000.00 ("Pre-Petition Retainer") in payment of its pre-petition claim of \$20,669.92. The Post-Petition Retainer was credited against the interim allowance and will be credited against any additional and final allowance made by this Court in favor of Hinshaw.

5. This Court has jurisdiction over this matter pursuant to 28 U.S.C. Sections 157 and 1334. This matter is a “core” proceeding within the meaning of 28 U.S.C. Section 157(b)(2)(A) and (O).

6. The statutory predicates for the relief requested in this Motion are Section 330 of the Bankruptcy Code and Rules 2002(a) and 2016(a) of the Federal Rules of Bankruptcy Procedure.

Relevant Factual Background

7. The Debtor is an Illinois limited liability company with leased facilities in the States of Illinois, Indiana, Wisconsin and Minnesota. The Debtor employs approximately ninety five (95) employees, and is primarily engaged in the business of managing Verizon dealerships and selling wireless communication services and related products.

8. First United Bank (“Bank”) and Cellco Partnership (“Verizon”) assert security interests in the Debtor's cash collateral and other assets securing claims in the alleged aggregate amounts of approximately \$2,300,000.00 and \$600,000.00, respectively.

9. During the course of this Chapter 11 case, this Court has entered a series of Agreed Orders authorizing the Debtor's use of cash and cash equivalents that serve as collateral to the Bank and Verizon. This Court also entered an Order approving certain post-petition financing with Verizon. The last Agreed Orders authorizing use of cash collateral and post-petition financing are set to expire according to their terms on July 19, 2008.

10. The Debtor is in the process of formulating a plan that will implement its exit strategy from this Chapter 11 case.

11. The Debtor and certain individuals ("Pannos Group") began litigating in the Circuit Court of Cook County, Illinois ("State Court") shortly before the commencement of this Chapter 11 case in the Pannos Litigation. The Pannos Group asserted hundreds of thousands of dollars in claims against the Debtor. Furthermore, the Pannos Group asserted that they were minority shareholders of the Debtor. The Debtor disputed these contentions. Shortly before the commencement of this Chapter 11 case, the State Court entered a temporary restraining order in favor of the Pannos Group which significantly constrained the Debtor's ability to maintain normal uninterrupted business operations.

12. Hinshaw was retained by all defendants, including the Debtor, to defend them in the Pannos Litigation before the filing of this Chapter 11 case. In this regard, Hinshaw was paid the Pre-Petition Retainer. Hinshaw has a pre-petition claim for legal services rendered to the Debtor before the commencement of this Chapter 11 case in the amount of \$20,669.92, as itemized in **Exhibit B** attached hereto, which claim is secured by the Pre-Petition Retainer.

13. The Pannos Litigation was removed to this Court by the Debtor. The Debtor and the Pannos Group entered into a settlement agreement, which was approved by this Court. This settlement resulted in all alleged claims of the Pannos Group against the Debtor being waived and released. Importantly, this settlement has paved the way for the Debtor to formulate an exit strategy from this Chapter 11 case.

**Final Compensation
and Expenses Requested**

14. The attorneys at Hinshaw representing the Debtor are litigators that have significant experience in the matters upon which they have been engaged by the Debtor. Hinshaw's legal services exclusively relate to the above-referenced matter involving the Pannos Litigation.

15. The hourly rates as usually charged by Hinshaw in matters of this nature are as follows:

<u>Attorney</u>	<u>2007 Hourly Rate</u>	<u>2008 Hourly Rate</u>
Marcos Reilly	\$270.00	\$270.00
David K. Ranich ¹	\$235.00	\$255.00

16. The total amount of time expended by Hinshaw during the period February 1, 2008 through March 28, 2008, is 34.90 hours for a total of \$9,417.00. The total amount of time expended by Hinshaw during the period November 2, 2007 through March 28, 2008, is 67.80 hours, and Hinshaw seeks final allowance of compensation and reimbursement of expenses for that period in the amounts of \$17,784.00 and \$770.35, respectively.

Request for Related Relief

17. The Debtor requests that this Court authorize Hinshaw to draw against its Pre-Petition Retainer to pay its claim for pre-petition legal services rendered to the

¹The rates charged by Hinshaw were changed as of January 1, 2008. The different rates charged by David K. Ranich reflect the increase in the billing rate.

Debtor in the Pannos Litigation. The Debtor also requests that this Court allow the Holdback and authorize the Debtor's payment thereof.

Conclusion

18. Other than as provided in Section 504(b) of the Bankruptcy Code, Hinshaw has not shared, nor agreed to share, any compensation received as a result of this case with any person, firm or entity. The sole and exclusive source of compensation shall be funds of the Debtor.

19. The Debtor asserts that the compensation sought and the expenses for which reimbursement is sought in this Motion are fair and reasonable and were for the actual and necessary legal services rendered. The Debtor further asserts that the cost of legal services rendered for and on behalf of the Debtor is comparable to the cost of similar services in matters other than under the Bankruptcy Code.

WHEREFORE, The Wireless Network, LLC, Debtor and Debtor-in-Possession herein, prays for the entry of an Order as follows:

- a) allowing additional compensation to Hinshaw for the period February 21, 2008 through March 28, 2008 in the amount of \$9,417.00; allowing final compensation and reimbursement of expenses to Hinshaw for the period November 2, 2007 through March 28, 2008 in the amounts of \$17,784.00 and \$770.35, respectively;
- b) authorizing Hinshaw to draw against the balance of its Post-Petition Retainer in payment of its allowed post-petition claim and authorizing and directing the Debtor to pay the balance of said allowed post-petition claim from available funds;

- c) authorizing Hinshaw to draw against its Pre-Petition Retainer in the amount of \$20,000.00 in payment of its pre-petition claim of \$20,669.92;
- d) allowing the Holdback and authorizing the payment thereof; and
- e) and granting such other relief as may be just and appropriate.

Respectfully Submitted,

The Wireless Network, LLC,
Debtor and Debtor-in-Possession

By: /s/David K. Welch
One of its Attorneys

DEBTOR'S COUNSEL:

DAVID K. WELCH, ESQ. (Atty. No. 06183621)
ARTHUR G. SIMON, ESQ. (Atty. No. 03124481)
JEFFREY C. DAN, ESQ. (Atty. No. 06242750)
CRANE, HEYMAN, SIMON, WELCH & CLAR
135 S. LaSalle St., Suite 3705
Chicago, IL 60603
(312) 641-6777
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